

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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IN RE: SATYAM COMPUTER SERVICES LTD.
SECURITIES LITIGATION

No. 09-MD-2027-BSJ

STIPULATION AND AGREED SCHEDULING ORDER

WHEREAS, on December 14, 2010, Lead Plaintiffs filed a Notice of Motion for Leave to Amend the Consolidated Class Action Complaint Pursuant to Rule 15(a) (the "Motion to Amend");

WHEREAS, on February 16, 2011, the Court entered an Order, *inter alia*, granting Lead Plaintiffs' Motion to Amend and dismissing all pending motions to dismiss the Consolidated Class Action Complaint as moot;

WHEREAS, on February 16, 2011, Lead Plaintiffs and Defendant Satyam Computer Services Ltd. ("Satyam") entered into a Stipulation and Agreement of Settlement ("the Partial Settlement") pursuant to which these parties agreed to settle, subject to the approval of the Court, all claims asserted by Lead Plaintiffs against Satyam in this Action;

WHEREAS, the Partial Settlement does not resolve Lead Plaintiffs' claims against any of the other Defendants in this Action, including those against Maytas Properties Ltd., Maytas Infra Ltd., Byrraju Rama Raju, Jr., and Byrraju Teja Raju (the "Maytas Defendants"); Mangalam Srinivasan, Ram Mynampati, M. Rammohan Rao, T.R. Prasad, V.S. Raju, Vinod K. Dham, and Krishna G. Palepu (the "Director Defendants"); or PricewaterhouseCoopers International Ltd., Price Waterhouse, PricewaterhouseCoopers Pvt. Ltd., Lovelock & Lewes and

PricewaterhouseCoopers LLP (the "PwC Entity Defendants") (collectively, with the Maytas Defendants and Director Defendants, the "Non-Settling Defendants");

WHEREAS, on February 17, 2011, Lead Plaintiffs filed the First Amended Consolidated Class Action Complaint (the "FAC"), which added, *inter alia*, PricewaterhouseCoopers LLP as a named party (defendant);

WHEREAS, for the convenience of the Court, Lead Plaintiffs and the Non-Settling Defendants have agreed to a proposed schedule for motion(s) seeking to dismiss the FAC.

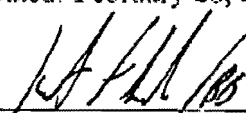
NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, THAT:

1. The Maytas Defendants will answer, move to dismiss, or otherwise respond to the FAC no later than 45 days after the entry of this Order. If motion(s) to dismiss the FAC are filed by the Maytas Defendants, Lead Plaintiffs will file their opposition(s) to the motion(s) no later than 45 days after the filing of the motion(s), and the Maytas Defendants will have no more than 20 days thereafter to reply.

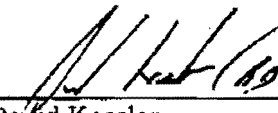
2. The Director Defendants will answer, move to dismiss, or otherwise respond to the FAC no later than 45 days after the entry of this Order. If motion(s) to dismiss the FAC are filed by the Director Defendants, Lead Plaintiffs will file their opposition(s) to the motion(s) no later than 45 days after the filing of the motion(s), and the Director Defendants will have no more than 20 days thereafter to reply.

3. The PwC Entity Defendants will answer, move to dismiss, or otherwise respond to the FAC no later than 60 days after the entry of this Order. If motion(s) to dismiss the FAC are filed by the PwC Entity Defendants, Lead Plaintiffs will file their opposition(s) to the motion(s) no later than 45 days after the filing of the motion(s), and the PwC Entity Defendants will have no more than 30 days thereafter to reply.

Dated: February 28, 2011



Jay W. Eisenhofer
Keith M. Fleischman
Mary S. Thomas
Deborah A. Elman
GRANT & EISENHOFER P.A.
485 Lexington Avenue
New York, NY 10017
Tel: (646) 722-8500
Fax: (646) 722-8501

Co-Lead Counsel for Plaintiffs

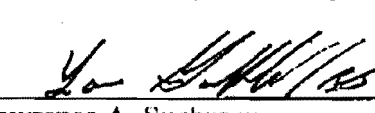

David Kessler
Darren Check
Sean M. Handler
Sharan Nirmul
Christopher Nelson
Neena Verma
Joshua D'Ancona
**BARROWAY TOPAZ KESSLER
MELTZER & CHECK LLP**
280 King of Prussia Road
Radnor, PA 19087
Tel: (610) 667-7706
Fax: (610) 667-7056

Co-Lead Counsel for Plaintiffs

Stanley J. Parzen
Dana S. Douglas
Brian J. Massengill
Michele Odorizzi
MAYER BROWN LLP
71 South Wacker Drive
Chicago, IL 60606
Tel: (312) 782-0600
Fax: (312) 701-7711


Max W. Berger
Steven B. Singer
Bruce D. Bernstein
**BERNSTEIN LITOWITZ BERGER
& GROSSMANN LLP**
1285 Avenue of the Americas, 38th Floor
New York, NY 10005
Tel: (212) 554-1400
Fax: (212) 554-1444

Co-Lead Counsel for Plaintiffs


Lawrence A. Sucharow
Christopher J. Keller
Louis Gottlieb
Joel H. Bernstein
Alan I. Ellman
Stefanie Jill Sundel
Michael H. Rogers
Felicia Y. Mann
LABATON SUCHAROW LLP
140 Broadway
New York, NY 10005
Tel: (212) 907-0700
Fax: (212) 818-0477

Co-Lead Counsel for Plaintiffs

Michael P. Carroll
Michael S. Flynn
DAVIS POLK & WARDWELL LLP
450 Lexington Avenue
New York, NY 10017
(212) 450-4000
(212) 701-5800

*Counsel for Defendant PricewaterhouseCoopers
LLP*

Dated: February 28, 2011

Jay W. Eisenhofer
Keith M. Fleischman
Mary S. Thomas
Deborah A. Elman
GRANT & EISENHOFER P.A.
485 Lexington Avenue
New York, NY 10017
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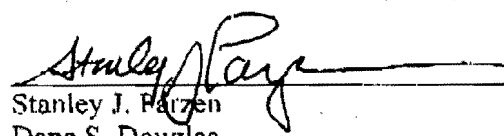
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Sean M. Handler
Sharan Nirmul
Christopher Nelson
Neena Verma
Joshua D'Ancona
**BARROWAY TOPAZ KESSLER
MELTZER & CHECK LLP**
280 King of Prussia Road
Radnor, PA 19087
Tel: (610) 667-7706
Fax: (610) 667-7056

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LABATON SUCHAROW LLP
140 Broadway
New York, NY 10005
Tel: (212) 907-0700
Fax: (212) 818-0477

Co-Lead Counsel for Plaintiffs


Stanley J. Katzen
Dana S. Douglas
Brian J. Massengill
Michele Odorizzi
MAYER BROWN LLP
71 South Wacker Drive
Chicago, IL 60606
Tel: (312) 782-0600
Fax: (312) 701-7711

Michael P. Carroll
Michael S. Flynn
DAVIS POLK & WARDWELL LLP
450 Lexington Avenue
New York, NY 10017
(212) 450-4000
(212) 701-5800

*Counsel for Defendant PricewaterhouseCoopers
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Jay W. Eisenhofer
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GRANT & EISENHOFER P.A.
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New York, NY 10017
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Max W. Berger
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**BERNSTEIN LITOWITZ BERGER
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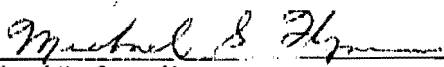
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MELTZER & CHECK LLP**
280 King of Prussia Road
Radnor, PA 19087
Tel: (610) 667-7706
Fax: (610) 667-7056

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New York, NY 10005
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Fax: (212) 818-0477

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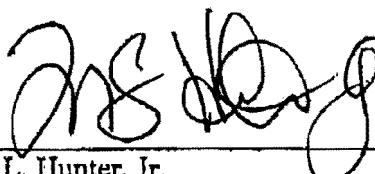
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MAYER BROWN LLP
71 South Wacker Drive
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Tel: (312) 782-0600
Fax: (312) 701-7711


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Michael S. Flynn
DAVIS POLK & WARDWELL LLP
450 Lexington Avenue
New York, NY 10017
(212) 450-4000
(212) 701-5800

*Counsel for Defendant PricewaterhouseCoopers
LLP*

Mauricio Alejandro Espana
MAYER BROWN LLP
1675 Broadway
New York, NY 10019
Tel: (212) 506-2500
Fax: (212) 262-1910

*Counsel for Defendant Pricewaterhouse
Coopers International Ltd.*


Fraser L. Hunter, Jr.
Charu A. Chandrasekhar
Brian A. Sutherland
**WILMER CUTLER PICKERING HALE
AND DORR LLP**
399 Park Avenue
New York, NY 10022
Tel: (212) 230-8800
Fax: (212) 230-8888

*Counsel for Defendant PricewaterhouseCoopers
Pvt. Ltd., Price Waterhouse and Lovelock &
Lewes*

Jeffrey S. Jacobson
DEBEVOISE & PLIMPTON LLP
919 Third Avenue
New York, NY 10022
Tel: (212) 909-6479
Fax: (212) 521-7479

Counsel for Defendant Krishna G. Palepu

Stuart A. Mack
STUART A. MACK LAW OFFICES
350 5th Avenue, 59th Floor
New York, NY 10118
Tel: (212) 601-2885
Fax: (212) 601-2883

Counsel for Defendant Maytas Infra Ltd.

Gordon C. Atkinson
Nicole Lutes Fuentes
COOLEY GODWARD KRONISH LLP
101 California Street, 5th Floor
San Francisco, CA 94111-5800
Tel: (415) 693-2088
Fax: (415) 693-2222

Counsel for Defendant Vinod K. Dham

Irwin H. Warren
Miranda S. Schiller
Margarita Platkov
Evert J. Christensen
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, NY 10153
Tel: (212) 310-8000
Fax: (212) 310-8007

*Counsel for Defendants Mangalam Srinivasan,
Ram Mynampati, M. Rammohan Rao, T.R.
Prasad and V.S. Raju*

Mauricio Alejandro Espana

MAYER BROWN LLP

1675 Broadway

New York, NY 10019

Tel: (212) 506-2500

Fax: (212) 262-1910

*Counsel for Defendant Pricewaterhouse
Coopers International Ltd.*

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**WILMER CUTLER PICKERING HALE
AND DORR LLP**

399 Park Avenue

New York, NY 10022

Tel: (212) 230-8800

Fax: (212) 230-8888

*Counsel for Defendant PricewaterhouseCoopers
Pvt. Ltd., Price Waterhouse and Lovelock &
Lewes*



Jeffrey S. Jacobson

DEBEVOISE & PLIMPTON LLP

919 Third Avenue

New York, NY 10022

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Fax: (212) 521-7479

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350 5th Avenue, 59th Floor

New York, NY 10118

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Irwin H. Warren

Miranda S. Schiller

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Evert J. Christensen

WEIL, GOTTSAL & MANGES LLP

767 Fifth Avenue

New York, NY 10153

Tel: (212) 310-8000

Fax: (212) 310-8007

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Ram Mynampati, M. Rammohan Rao, T.R.
Prasad and V.S. Raju*

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MAYER BROWN LLP
1675 Broadway
New York, NY 10019
Tel: (212) 506-2500
Fax: (212) 262-1910

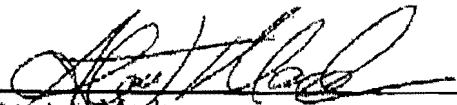
*Counsel for Defendant Pricewaterhouse
Coopers International Ltd.*

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Charu A. Chandrasekhar
Brian A. Sutherland
**WILMER CUTLER PICKERING HALE
AND DORR LLP**
399 Park Avenue
New York, NY 10022
Tel: (212) 230-8800
Fax: (212) 230-8888

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Pvt. Ltd., Price Waterhouse and Lovelock &
Lewes*

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DEBEVOISE & PLIMPTON LLP
919 Third Avenue
New York, NY 10022
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New York, NY 10118
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Gordon C. Atkinson
Nicole Lutes Fuentes
COOLEY GODWARD KRONISH LLP
101 California Street, 5th Floor
San Francisco, CA 94111-5800
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Fax: (415) 693-2222

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Margarita Platkov
Evert J. Christensen
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, NY 10153
Tel: (212) 310-8000
Fax: (212) 310-8007

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Mauricio Alejandro Espana

MAYER BROWN LLP

1675 Broadway

New York, NY 10019

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Fax: (212) 262-1910

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WILMER CUTLER PICKERING HALE

AND DORR LLP

399 Park Avenue

New York, NY 10022

Tel: (212) 230-8800

Fax: (212) 230-8888

*Counsel for Defendant PricewaterhouseCoopers
Pvt. Ltd., Price Waterhouse and Lovelock &
Lewes*

Jeffrey S. Jacobson

DEBEVOISE & PLIMPTON LLP

919 Third Avenue

New York, NY 10022

Tel: (212) 909-6479

Fax: (212) 521-7479

Counsel for Defendant Krishna G. Palepu

Stuart A. Mack

STUART A. MACK LAW OFFICES

350 5th Avenue, 59th Floor

New York, NY 10118

Tel: (212) 601-2885

Fax: (212) 601-2883

Counsel for Defendant Maytas Infra Ltd.

 *Gordon C. Atkinson NLF*

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Nicole Lutes Fuentes

COOLEY GODWARD KRONISH LLP

101 California Street, 5th Floor

San Francisco, CA 94111-5800

Tel: (415) 693-2088

Fax: (415) 693-2222

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Miranda S. Schiller

Margarita Platkov

Evert J. Christensen

WEIL, GOTSHAL & MANGES LLP

767 Fifth Avenue

New York, NY 10153

Tel: (212) 310-8000

Fax: (212) 310-8007

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Ram Mynampati, M. Rammohan Rao, T.R.
Prasad and V.S. Raju*

Mauricio Alejandro Espana
MAYER BROWN LLP
1675 Broadway
New York, NY 10019
Tel: (212) 506-2500
Fax: (212) 262-1910

*Counsel for Defendant Pricewaterhouse
Coopers International Ltd.*

Fraser L. Hunter, Jr.
Charu A. Chandrasekhar
Brian A. Sutherland
**WILMER CUTLER PICKERING HALE
AND DORR LLP**
399 Park Avenue
New York, NY 10022
Tel: (212) 230-8800
Fax: (212) 230-8888

*Counsel for Defendant PricewaterhouseCoopers
Pvt. Ltd., Price Waterhouse and Lovelock &
Lewes*

Jeffrey S. Jacobson
DEBEVOISE & PLIMPTON LLP
919 Third Avenue
New York, NY 10022
Tel: (212) 909-6479
Fax: (212) 521-7479


Counsel for Defendant Krishna G. Palepu

Stuart A. Mack
STUART A. MACK LAW OFFICES
350 5th Avenue, 59th Floor
New York, NY 10118
Tel: (212) 601-2885
Fax: (212) 601-2883


Counsel for Defendant Maytas Infra Ltd.

Gordon C. Atkinson
Nicole Lutes Fuentes
COOLEY GODWARD KRONISH LLP
101 California Street, 5th Floor
San Francisco, CA 94111-5800
Tel: (415) 693-2088
Fax: (415) 693-2222

Counsel for Defendant Vinod K. Dham


Irwin H. Warren
Miranda S. Schiller
Margarita Platkov
Evert J. Christensen
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, NY 10153
Tel: (212) 310-8000
Fax: (212) 310-8007


*Counsel for Defendants Mangalam Srinivasan,
Ram Mynampati, M. Rammohan Rao, T.R.
Prasad and V.S. Raju*



Rohit Sabharwal
Adam Finkel
SABHARWAL, NORDIN & FINKEL
350 5th Avenue, 59th Floor
New York, NY 10118
Tel: (212) 601-2882
Fax: (212) 601-2883

*Counsel for Defendant B. Rama Raju, Jr.,
B. Teja Raju and Maytas Properties Ltd.*

DONE and ORDERED this 3rd day of March, 2011.



BARBARA S. JONES
United States District Judge